

8011-01p SECURITIES AND EXCHANGE COMMISSION

[SEC File No. 270-61, OMB Control No. 3235-0073]

Proposed Collection; Comment Request

Upon Written Request Copies Available From: Securities and Exchange Commission Office of FOIA Services 100 F Street, NE Washington, DC 20549-2736

Extension: Form S-3

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501 et seq.), the Securities and Exchange Commission ("Commission") is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget for extension and approval.

Form S-3 (17 CFR 239.13) is a short form registration statement used by domestic issuers to register a public offering of their securities under the Securities Act of 1933 (15 U.S.C. 77a et seq.). Form S-3 takes approximately 472.49 hours per response and is filed by approximately 2,092 issuers annually. We estimate that 25% of the 472.49 hours per response (118.12 hours) is prepared by the issuer for a total annual reporting burden of 247,107 hours (118.12 hours per response x 2,092 responses).

Written comments are invited on: (a) whether this proposed collection of information is necessary for the proper performance of the functions of the agency, including whether the information will have practical utility; (b) the accuracy of the agency's estimate of the burden imposed by the collection of information; (c) ways to enhance the quality, utility, and clarity of

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the information collected; and (d) ways to minimize the burden of the collection of information

on respondents, including through the use of automated collection techniques or other forms of

information technology. Consideration will be given to comments and suggestions submitted in

writing within 60 days of this publication.

An agency may not conduct or sponsor, and a person is not required to respond to, a

collection of information unless it displays a currently valid control number.

Please direct your written comment to Pamela Dyson, Director/Chief Information Officer,

Securities and Exchange Commission, c/o Remi Pavlik-Simon, 100 F Street, NE, Washington,

DC 20549 or send an e-mail to: PRA_Mailbox@sec.gov.

Dated: January 9, 2018.

Eduardo A. Aleman,

Assistant Secretary.

[FR Doc. 2018-00501 Filed: 1/12/2018 8:45 am; Publication Date: 1/16/2018]